

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

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and Debtors in Possession*

In re:

RTW RETAILWINDS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-18445 (JKS)

Joint Administration Requested

Hearing Date and Time:
July 15, 2020, at 11:00 a.m. (ET)

**ORDER REGARDING DEBTORS' APPLICATION FOR
EXPEDITED CONSIDERATION OF FIRST DAY MATTERS**

The relief set forth on the following pages, numbered two (2) through five (5), is hereby **ORDERED**.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: RTW Retailwinds, Inc. (1445); Lerner New York Holding, Inc. (2460); Lernco, Inc. (4787); Lerner New York, Inc. (2137); New York & Company, Inc. (4569); Lerner New York GC, LLC (6095); Lerner New York Outlet, LLC (6617); New York & Company Stores, Inc. (6483); FTF GC, LLC (7341); Lerner New York FTF, LLC (6279); Fashion to Figure, LLC (6997); FTF IP Company, Inc. (6936). The Debtors' principal place of business is 330 W. 34th St., 9th Floor, New York, New York 10001.

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Debtors: RTW RETAILWINDS, INC., *et al.*
Case No. 20-18445 (JKS)
Caption of Order: ORDER REGARDING DEBTORS' APPLICATION FOR EXPEDITED
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Upon the application (the “**Application**”) of RTW Retailwinds, Inc. and its subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases, pursuant to Rule 9013-5 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey, for expedited consideration of first day matters, and for good cause shown; and the Court having jurisdiction to decide the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334(b); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the *Declaration of Robert Shapiro in Support of Debtors' Chapter 11 Petitions and First Day Pleadings*, filed contemporaneously with the Application; and the Court having found and determined that the relief sought in the Application and granted herein is necessary to avoid immediate and irreparable harm to the Debtors and their estates as contemplated by Bankruptcy Rule 6003, and is in the best interests of the Debtors, their respective estates and creditors, and all parties-in-interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED**.
2. The following applications and motions (collectively, the “**Motions**”) are scheduled for a telephonic hearing via Court Solutions before the Honorable John K. Sherwood on the date(s) and time(s) set forth below:

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Case No. 20-18445 (JKS)

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Motion		Hearing Date and Time
1.	Debtors' Motion Pursuant to Fed. R. Bankr. P. 1015(b) for Entry of an Order Directing Joint Administration of the Debtors' Chapter 11 Cases [Docket No. 5]	July 15, 2020, at 11:00 a.m. (ET)
2.	Debtors' Application for Designation as Complex Chapter 11 Cases [Docket No. 4]	July 15, 2020, at 11:00 a.m. (ET)
3.	Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Assume the Consulting Agreement, (II) Approving Procedures for Store Closing Sales, and (III) Approving the Implementation of Customary Store Bonus Program and Payments to Non-Insiders Thereunder [Docket No. [23]	July 15, 2020, at 11:00 a.m. (ET)
4.	Debtors' Motion for Entry of an Order Authorizing and Approving Procedures for Rejection of Executory Contracts and Unexpired Leases [Docket No. 17]	July 15, 2020, at 11:00 a.m. (ET)
5.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a) and 366 for Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Providers, (II) Establishing Procedures for Determining Adequate Assurance of Payment for Future Utility Services, and (III) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Service [Docket No. 11]	July 15, 2020, at 11:00 a.m. (ET)
6.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a) and 521(a)(1)(b) and Fed. R. Bankr. P. 1007(c) for Entry of an Order Extending Time to File Their Schedules of Assets and Liabilities and Statements of Financial Affairs [Docket No. 7]	July 15, 2020, at 11:00 a.m. (ET)

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Motion		Hearing Date and Time
7.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(A) and 521, and Fed. R. Bankr. P. 1007(A) and 2002(A) and (F), for Entry of an Order Authorizing the Debtors to (A) Prepare a List of Creditors in Lieu of a Formatted Mailing Matrix, (B) File a Consolidated List of the Debtors' 20 Largest Unsecured Creditors and (C) Mail Initial Notices [Docket No. 8]	July 15, 2020, at 11:00 a.m. (ET)
8.	Debtors' Application for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code Authorizing (I) the Retention of Berkeley Research Group, LLC and (II) the Designation of Robert Shapiro as Chief Restructuring Officer Nunc Pro Tunc to the Petition Date [Docket No. 18]	July 15, 2020, at 11:00 a.m. (ET)
9.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a) and 363 for Entry of Interim and Final Orders (I) Approving Modified Cash Management System, (II) Authorizing the Debtors to Continue Using Existing Bank Accounts and Business Forms, and (III) Authorizing the Debtors to Continue Intercompany Transactions [Docket No. 20]	July 15, 2020, at 11:00 a.m. (ET)
10.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a), and 541 for Entry of an Order Authorizing, But Not Directing, the Debtors to Pay Certain Pre-Petition Taxes and Fees [Docket No. 12]	July 15, 2020, at 11:00 a.m. (ET)
11.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363, and 507(a) for Interim and Final Authority to (I) Pay Certain Pre-Petition Wages and Reimbursable Employee Expenses, (II) Pay and Honor Employee Medical and Other Benefits, and (III) Continue Employee Benefits Programs, and for Related Relief [Docket No. 10]	July 15, 2020, at 11:00 a.m. (ET)
12.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b) for Interim and Final Authority to (I) Maintain, Renew, and Continue Their Insurance Policies and Programs and (II) Honor All Insurance Obligations [Docket No. 13]	July 15, 2020, at 11:00 a.m. (ET)

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Motion		Hearing Date and Time
13.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105(A), 363(B), 365 and 507(A) for Interim and Final Authority to (I) Maintain and Administer Pre-Petition Customer Programs, Promotions, and Practices, as Modified, (II) Pay and Honor Related Pre-Petition Obligations, and (III) Direct the Credit Card Processors to Honor the Debtors' Credit Card Processing Agreement Pending Its Assumption or Rejection [Docket No. 15]	July 15, 2020, at 11:00 a.m. (ET)
14.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105 and 363 for Interim and Final Orders Authorizing the Debtors to Pay Certain Prepetition Claims of Freight Forwarders, Carriers, Warehousemen and Similar Claimants in the Ordinary Course of Business and Certain Import Charges [Docket No. 16]	July 15, 2020, at 11:00 a.m. (ET)
15.	Debtors' Application Pursuant to 28 U.S.C. § 156(c) and 11 U.S.C. § 105(a) for Entry of an Order Authorizing the Debtor to Retain and Employ Prime Clerk LLC as Claims and Noticing Agent Nunc Pro Tunc to the Petition Date [Docket No. 9]	July 15, 2020, at 11:00 a.m. (ET)
16.	Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Use of Cash Collateral and Affording Adequate Protection; (II) Modifying Automatic Stay; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief [Docket No. 24]	July 15, 2020, at 11:00 a.m. (ET)

3. A true copy of this Order shall be served on all required parties pursuant to D.N.J. LBR 9013-5(f).

4. Objections and/or responses to the Motions, if any, may be made at the hearing pursuant to D.N.J. LBR 9013-5(d).

5. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.